

**EXHIBIT L – PART 3**

**TO DECLARATION OF  
RICHARD T. REDANO IN  
SUPPORT OF DEFENDANT  
THOMSON, INC.’S  
MOTION FOR MOTION TO  
DECLARE THIS AN  
EXCEPTIONAL CASE AND  
AWARD ATTORNEYS’  
FEES AND EXPERT FEES**

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January 30, 2004

RICHARD HUSER  
ASSOCIATE GENERAL COUNSEL  
LEGAL OPERATIONS INH 340  
THOMSON MULTIMEDIA INC.  
POST OFFICE BOX 1976  
INDIANAPOLIS, IN 46206-1976

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

File# N0661-00176

Invoice# 990537

IRS# 23-1392502

FOR PROFESSIONAL SERVICES RECORDED  
THROUGH 01/31/2004 IN CONNECTION  
WITH THE ABOVE-CAPTIONED MATTER.

\$891.00

DISBURSEMENTS  
PRINTING & DUPLICATING  
TOTAL DISBURSEMENTS

4.80 \_\_\_\_\_  
\$4.80

BALANCE DUE THIS INVOICE

\$895.80

PREVIOUS BALANCE

\$34,834.31

TOTAL BALANCE DUE

\$35,730.11

File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 990537

DATE	ID #	TIMEKEEPER		HOURS	VALUE
1/9/2004	03332	MF CLOUSER	FORWARD WORKING COPY OF THOMSON DISCOVERY TO R. REDANO	0.10	\$13.00
1/13/2004	03332	MF CLOUSER	FORWARD FILE COPY OF THE US 5,459,524 FILE WRAPPER TO R. REDANO; CONVERT SAME TO ELECTRONIC (PDF) VERSION AND FORWARD TO CLIENT VIA FTP WEBSITE.	1.70	\$221.00
1/14/2004	02694	J1 PIADE	REVIEW AND ANALYSIS OF GRASS VALLEY DOCUMENTS FOR PRODUCTION. PREPARE LETTER TO JONES DAY RE CONFIDENTIALITY.	2.40	\$384.00
1/14/2004	03332	MF CLOUSER	PROVIDE DISCOVERY DEADLINE DATE TO R. REDANO	0.10	\$13.00
1/15/2004	03332	MF CLOUSER	SEND AGREEMENT LETTER GRANTING EXTENSION OF TIME FOR TLC TO FURNISH DISCOVERY TO OPPOSING COUNSEL; DISTRIBUTE SAME TO TEXAS AND CALIFORNIA LITIGATION TEAM; DOCKET NEW DISCOVERY DEADLINE; MULTIPLE COMMUNICATIONS WITH CALIFORNIA LITIGATION TEAM RE CALENDAR NOTIFICATIONS	1.00	\$130.00
1/23/2004	03357	MT HOANG	TELEPHONE COMMUNICATIONS WITH COURT REPORTERS RE. STATUS OF EXPEDITED TRANSCRIPT OF HEARING ON COOPER MOTION OR TAPED HEARING.	0.20	\$52.00
1/27/2004	03357	MT HOANG	PREPARE AND FILE NOTICE OF CHANGE OF ADDRESS.	0.30	\$78.00
			TOTAL SERVICES	5.80	\$891.00

Duane Morris  
January 30, 2004  
Page 3

File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 990537

DATE	DISBURSEMENTS	AMOUNT
1/31/2004	PRINTING & DUPLICATING	4.80
	Total:	\$4.80
	TOTAL DISBURSEMENTS	\$4.80

Duane Morris  
January 30, 2004  
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File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 990537

**TIMEKEEPER**

<b>NO.</b>	<b>NAME</b>	<b>CLASS</b>	<b>HOURS</b>	<b>RATE</b>	<b>VALUE</b>
03357	MT HOANG	ASSOCIATE	0.50	260.00	130.00
02694	JJ PIADÉ	PARALEGAL	2.40	160.00	384.00
03332	MF CLOUSER	PARALEGAL	2.90	130.00	377.00
			5.80		\$891.00

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February 24, 2004

RICHARD HUSER  
ASSOCIATE GENERAL COUNSEL  
LEGAL OPERATIONS INH 340  
THOMSON MULTIMEDIA INC.  
POST OFFICE BOX 1976  
INDIANAPOLIS, IN 46206-1976

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

File# N0661-00176

Invoice# 991399

IRS# 23-1392502

FOR PROFESSIONAL SERVICES RECORDED  
THROUGH 01/31/2004 IN CONNECTION  
WITH THE ABOVE-CAPTIONED MATTER.

\$73.00

PREVIOUS BALANCE

\$23,069.77

TOTAL BALANCE DUE

\$23,142.77

Duane Morris  
February 24, 2004  
Page 2

File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 991399

DATE	ID #	TIMEKEEPER		HOURS	VALUE
1/9/2004	02165	RT REDANO	PREPARE EMAIL TO MR HUSER RE: STATUS CONFERENCE	0.20	\$73.00
TOTAL SERVICES				0.20	\$73.00

Duane Morris  
February 24, 2004  
Page 3

File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 991399

TIMEKEEPER

NO.	NAME	CLASS	HOURS	RATE	VALUE
02165	RT REDANO	PARTNER	0.20	365.00	73.00
			0.20		\$73.00



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March 26, 2004

RICHARD HUSER  
ASSOCIATE GENERAL COUNSEL  
LEGAL OPERATIONS INH 340  
THOMSON MULTIMEDIA INC.  
POST OFFICE BOX 1976  
INDIANAPOLIS, IN 46206-1976

TLC V. THOMSON (GRASS VALLEY E D. CALIF.)

File# N0661-00176

Invoice# 995430

IRS# 23-1392502

FOR PROFESSIONAL SERVICES RECORDED  
THROUGH 03/07/2004 IN CONNECTION  
WITH THE ABOVE-CAPTIONED MATTER.

\$2,039.50

DISBURSEMENTS  
MESSENGER SERVICE  
TOTAL DISBURSEMENTS

230.00

\$230.00

BALANCE DUE THIS INVOICE

\$2,269.50

PREVIOUS BALANCE

\$23,142.77

TOTAL BALANCE DUE

\$25,412.27

File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 995430

DATE	ID #	TIMEKEEPER		HOURS	VALUE
2/4/2004	02165	RT REDANO	REVIEW EMAIL FROM MR HOANG RE: DEADLINE TO ADD PARTIES; PREPARE RESPONSE; PREPARE EMAIL TO MR HUSER RE: SAME; REVIEW VOICEMAIL FROM MR HUSER RE: SAME	0 50	\$182.50
2/6/2004	02165	RT REDANO	RECEIVE EMAIL FROM MR HUSER RE: CONTACT WITH MR SYMES; CONFER WITH MR SYMES RE: DOCUMENT PRODUCTION	0.40	\$146.00
2/7/2004	02165	RT REDANO	PREPARE LITIGATION OUTLINE AND CONFER WITH MR MAZE RE: DISCOVERY ON REMAINING THREE PATENTS IN SUIT	0 30	\$109.50
2/7/2004	02522	GR MAZE	CRAFT INTERROGATORY AND REQUEST FOR PRODUCTION FOR REMAINING THREE PATENTS IN SUIT ( 4)	0.40	\$120.00
2/9/2004	02522	GR MAZE	TELECONFERENCE WITH OPPOSING COUNSEL ON PROTECTIVE ORDER ( 3); DRAFT PROTECTIVE ORDER (1 0)	1 30	\$390.00
2/9/2004	03342	Y GARZA	UPDATED PLEADING INDEX 26-29	0 30	\$31.50
2/10/2004	03357	MT HOANG	TELEPHONE COMMUNICATION WITH OPPOSING COUNSEL RE. STATUS OF TRANSCRIPT OF HEARING	0 10	\$26.00
2/10/2004	02694	JI PIADÉ	EFFORTS TO OBTAIN HEARING INFORMATION AND DOCUMENTS PRODUCED FROM OTHER TLC LITIGATION.	0 70	\$112.00
2/10/2004	03332	MF CLOUSER	[REDACTED]	0 30	\$39.00
2/11/2004	02522	GR MAZE	INCORPORATE MR HUSER'S COMMENTS INTO PROTECTIVE ORDER AND EMAIL TO OPPOSING COUNSEL	0.30	\$90.00
2/12/2004	03342	Y GARZA	MADE COPIES OF COURT DOCUMENTS TO RTR, GRM AND MC	0 20	\$21.00
2/13/2004	02522	GR MAZE	REVISE SECOND SET OF DISCOVERY AND DISCUSS WITH MR REDANO	0.40	\$120.00
2/16/2004	02522	GR MAZE	REANALYZE AND AUGMENT ANALYSIS OF PROTECTIVE ORDERS, E.G. CASE LAW CITED BY IP ( 8); DISCUSS WITH MR REDANO ( 2)	1.00	\$300.00
2/17/2004	02165	RT REDANO	REVIEW EMAIL FROM MR SYMES RE: DOCUMENT PRODUCTION; REVIEW FIRST SET OF RFP'S AND PREPARE RESPONSE	0 50	\$182.50
2/19/2004	02522	GR MAZE	REVISE PROTECTIVE ORDER AND SEND DRAFT BACK TO TLC'S COUNSEL FOR THEIR APPROVAL	0 20	\$60.00
2/25/2004	02165	RT REDANO	REVIEW EMAIL FROM MR HUSER RE: FAIRCHILD AND REVIEW SAME;	0.30	\$109.50

DUANE MORRIS LLP

ONE LIBERTY PLACE PHILADELPHIA, PA 19103-7396

PHONE: 215 979 1000 FAX: 215 979 1020

Duane Morris  
March 26, 2004  
Page 3

File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 995430

<u>DATE</u>	<u>ID #</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>VALUE</u>
TELEPHONE MR HUSER RE: SAME				
TOTAL SERVICES			7 20	\$2,039 50

Duane Morris  
March 26, 2004  
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File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 995430

DATE	DISBURSEMENTS	AMOUNT
2/29/2004	MESSENGER SERVICE	115.00
3/7/2004	MESSENGER SERVICE	115.00
	Total:	\$230.00
	TOTAL DISBURSEMENTS	\$230.00

Duane Morris  
March 26, 2004  
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File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 995430

TIMEKEEPER					
NO.	NAME	CLASS	HOURS	RATE	VALUE
02522	GR MAZE	PARTNER	3.60	300.00	1,080.00
02165	RT REDANO	PARTNER	2.00	365.00	730.00
03342	Y GARZA	LEGAL ASSISTAN	0.50	105.00	52.50
03357	MT HOANG	ASSOCIATE	0.10	260.00	26.00
02694	JI PIADDE	PARALEGAL	0.70	160.00	112.00
03332	MF CLOUSER	PARALEGAL	0.30	130.00	39.00
			7.20		\$2,039.50

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April 16, 2004

RICHARD HUSER  
ASSOCIATE GENERAL COUNSEL  
LEGAL OPERATIONS INH 340  
THOMSON MULTIMEDIA INC.  
POST OFFICE BOX 1976  
INDIANAPOLIS, IN 46206-1976

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

File# N0661-00176

Invoice# 1005005

IRS# 23-1392502

FOR PROFESSIONAL SERVICES RECORDED  
THROUGH 03/31/2004 IN CONNECTION  
WITH THE ABOVE-CAPTIONED MATTER.

\$12,151.00

DISBURSEMENTS

LEXIS LEGAL RESEARCH  
TOTAL DISBURSEMENTS

119.60

\$119.60

BALANCE DUE THIS INVOICE

\$12,270.60

PREVIOUS BALANCE

\$24,443.47

TOTAL BALANCE DUE

\$36,714.07

File # N0661-00176

INVOICE # 1005005

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

DATE	ID #	TIMEKEEPER		HOURS	VALUE
3/9/2004	02165	RT REDANO	STUDY TLC'S RESPONSES TO DISCOVERY; PREPARE DOCUMENT REQUESTS AND INTERROGATORIES TO TLC; REVIEW PRIOR CLAIM CHARTS SENT TO THOMSON BY COOPER	2.40	\$876.00
3/10/2004	02165	RT REDANO	REVIEW INTERROGATORIES AND DOUCMENT REQUESTS; PREPARE EMAIL TO MR HUSER RE: SAME, DAUBERT HEARING IN GENNUM / TLC CASE AND COOPER TESTIMONY AT GENNUM TRIAL; REVIEW RESPONSE FROM MR HUSER; PREPARE EMAIL TO MR HUSER RE: TUTORIAL ON TECHNOLOGY IN GENNUM TRIAL; REVIEW RESPONSE; CONFER WITH PARALEGAL RE: SERVICE OF DISCOVERY	1.20	\$438.00
3/10/2004	03332	MF CLOUSER	REVIEW/REVISE/FINALIZE SECOND SET OF INTERROGATORIES AND REQUESTS FOR PRODUCTION TO TLC FOR SERVICE; PREPARE SERVICE COPIES; DISTRIBUTE TO TEAM AND SERVE	1.30	\$169.00
3/12/2004	03332	MF CLOUSER	DOCKET DEADLINE FOR TLC TO RESPOND TO SECOND SET OF INTERROGATORIES AND REQUESTS FOR PRODUCTION	0.10	\$13.00
3/13/2004	03342	Y GARZA	UPDATED PLEADING INDEX AND FILED	0.40	\$42.00
3/15/2004	02522	GR MAZE	READ/REVIEW TLC'S RESPONSES TO DISCOVERY	1.10	\$330.00
3/17/2004	02522	GR MAZE	REVIEW TLC'S ANSWERS TO DISCOVERY AND CREATE ANALYSIS OF TLC'S ASSERTIONS AGAINST ACCUSED DEVICES	3.10	\$930.00
3/18/2004	02522	GR MAZE	CONTINUE WITH ANALYSIS OF TLC'S '524 PATENT INFRINGEMENT ASSERTIONS (3.4); FINALIZE REPORT AND DISCUSS BRIEFLY WITH MR REDANO (3.3); CREATE ANALYSIS FOR CATEGORY II DAMAGES AND AID IN PREPARATION OF REPORT ( 8)	7.50	\$2,250.00
3/18/2004	03357	MT HOANG	CONFER WITH D. HERLING RE. UPCOMING DAUBERT HEARING; BEGIN REVIEW OF RELATED GENNUM PAPERS ON DAUBERT HEARING IN PREPARATION OF TOMORROW'S HEARING; TELEPHONE COMMUNICATION TO J. SEEBORG'S CLERK RE STATUS OF HEARING.	1.40	\$364.00
3/19/2004	03357	MT HOANG	TELEPHONE COMMUNICATION WITH J. SEEBORG'S CLERK RE. DAUBERT	4.60	\$1,196.00

File # N0661-00176

INVOICE # 1005005

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

DATE	ID #	TIMEKEEPER		HOURS	VALUE
			HEARING IN OPEN COURT; TRAVEL TO/FROM AND ATTEND DAUBERT HEARING ON RELATED TLC V GENNUM CASE RELATED TO DAMAGES EXPERT'S OPINION.		
3/20/2004	02165	RT REDANO	CONFER WITH MR MAZE RE: DISCOVERY AND MOTION FOR ENTRY OF PROTECTIVE ORDER	0.30	\$109.50
3/22/2004	02165	RT REDANO	REVIEW EMAIL FROM MR HUSER RE: JOINT DEFENSE AGREEMENT; CONFER WITH MR MAZE RE: MOTION FOR PROTECTIVE ORDER; PREPARE EMAIL TO MR HUSER RE; PROTECTIVE ORDER MOTION	0.50	\$182.50
3/22/2004	02522	GR MAZE	DRAFT MOTION FOR PROTECTIVE ORDER FOR CALIFORNIA COURT	2.80	\$840.00
3/22/2004	03357	MT HOANG	PREPARE INTERNAL MEMORANDUM TO R REDANO AND D HERLING RECOUNTING DAUBERT HEARING IN RELATED TLC/VIDEOTEK CASE.	2.10	\$546.00
3/24/2004	02165	RT REDANO	REVISE MOTION FOR PROTECTIVE ORDER AND CONFER WITH MR MAZE RE: SAME; CONFER WITH MR HERLING RE: ORDER OF VIDEOTEK COURT COMPELLING MR SYMES DEPOSITION; CONFER WITH MR HERLING RE; MEMO SUMMARIZING DAUBERT HEARING IN GENNUM / TLC LITIGATION	1.40	\$511.00
3/24/2004	02522	GR MAZE	CONTINUE WITH DRAFT OF MOTION FOR PROTECTIVE ORDER; DISCUSS WITH MR REDANO	1.80	\$540.00
3/25/2004	02165	RT REDANO	REVIEW EMAILS PASSING BETWEEN MESSRS HERLING AND SYMES RE: DEPOSITION OF MR SYMES IN TLC / GENNUM CASE; REVIEW MOTION FOR PROTECTIVE ORDER AND CONFER WITH MR MAZE RE: SAME	0.70	\$255.50
3/25/2004	02522	GR MAZE	CONTINUE WITH MOTION FOR PROTECTIVE ORDER DRAFT	3.40	\$1,020.00
3/29/2004	02165	RT REDANO	REVIEW ORDER OF MAGISTRATE IN TLC / GENNUM LITIGATION RE: GENNUM'S DAUBERT MOTION; REVIEW EMAIL FROM MR HERLING TO MR HUSER RE: SAME; CONSIDER IMPACT ON GRASS VALLEY DAMAGE EXPOSURE; REVIEW EMAIL FROM MR HUSER RE: [REDACTED]	1.10	\$401.50
			SETTLEMENT; CONFER WITH GENNUM'S COUNSEL RE: COURT'S RULING ON DAUBERT MOTION AND GRASS VALLEY DEPOSITION		
3/29/2004	02522	GR MAZE	EDIT THE MOTION FOR ENTRY OF A	0.40	\$120.00



File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1005005

DATE	ID #	TIMEKEEPER		HOURS	VALUE
3/30/2004	02165	RT REDANO	PROTECTIVE ORDER AND DISCUSS WITH MR REDANO REVIEW EMAIL FROM MR HUSER RE: ADVISING FAIRCHILD OF DAUBERT RULING AND CONTACTING GENNUM; PREPARE RESPONSE RE: SAME; REVIEW ANALYSIS OF TLC'S RESPONSES TO INTERROGATORIES AND CONFER WITH MR MAZE RE: ADVISING MESSRS HUSER AND SYMES OF SAME; REVIEW EMAIL FROM MR MAZE RE: TLC'S INTERROGATORY RESPONSES	1.40	\$511.00
3/30/2004	02522	GR MAZE	REVIEW ANALYSIS OF TLC'S RESPONSE TO INTERROGATORIES; DRAFT AND SEND MR HUSER ANALYSIS AS WELL AS PROTECTIVE ORDER AND MOTION FOR ENTRY OF ORDER ALONG WITH REQUEST REGARDING EXPERTS FOR THE CASE	1.20	\$360.00
3/31/2004	02165	RT REDANO	CONFER WITH MR HERLING RE: SYMES DEPOSITION; REVIEW EMAIL FROM MR SYMES RE; EXPERT SELECTION	0.40	\$146.00
			TOTAL SERVICES	40.60	\$12,151.00

Duane Morris  
April 16, 2004  
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File # N0661-00176  
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1005005

DATE	DISBURSEMENTS	AMOUNT
3/22/2004	LEXIS LEGAL RESEARCH MAZE, GARY	112.00
3/22/2004	LEXIS LEGAL RESEARCH MAZE, GARY	4.20
3/22/2004	LEXIS LEGAL RESEARCH MAZE, GARY	3.40
	Total:	\$119.60
	TOTAL DISBURSEMENTS	\$119.60

Duane Morris  
April 16, 2004  
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File # N0661-00176

INVOICE # 1005005

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

TIMEKEEPER

NO.	NAME	CLASS	HOURS	RATE	VALUE
02522	GR MAZE	PARTNER	21.30	300.00	6,390.00
02165	RT REDANO	PARTNER	9.40	365.00	3,431.00
03342	Y GARZA	LEGAL ASSISTAN	0.40	105.00	42.00
03357	MT HOANG	ASSOCIATE	8.10	260.00	2,106.00
03332	MF CLOUSER	PARALEGAL	1.40	130.00	182.00
			40.60		\$12,151.00